

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-2(c)

GENOVA BURNS LLC

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Counsel to the Ad Hoc Bondholder Group

In re:

BED BATH & BEYOND INC., et al.,

Debtors.¹

Chapter: 11

Case No.: 23-13359 (VFP)

Judge: Hon. Vincent F. Papalia
U.S. Bankruptcy Judge

**NOTICE OF MOTION OF THE AD HOC BONDHOLDER GROUP, PURSUANT TO 11
U.S.C. § 105(a), FED. R. CIV. P. 60(b), AND FED. R. BANKR. P. 4001(c) AND 9024, (A)
FOR AN ORDER VACATING THE INTERIM AND FINAL ORDERS, AMONG OTHER
THINGS, AUTHORIZING THE DEBTORS TO OBTAIN POSTPETITION
FINANCING, AND (B) FOR OTHER RELATED RELIEF**

¹ The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is 650 Liberty Avenue, Union, New Jersey 07083.

PLEASE TAKE NOTICE that the Ad Hoc Bondholder Group,² by and through its counsel, will move (the “Motion for Reconsideration”), on an expedited basis, before the Honorable Vincent F. Papalia,³ United States Bankruptcy Judge for the United States Bankruptcy Court for the District of New Jersey, Newark Vicinage, at the Martin Luther King, Jr. Federal Building, 50 Walnut Street, 3rd Floor, Courtroom 3B, Newark, New Jersey 07102, pursuant to 11 U.S.C. § 105(a), Fed. R. Civ. P. 60(b), and Fed. R. Bankr. P. 4001(c) and 9024, for entry of an order, substantially in the form submitted herewith, (A) reconsidering and vacating (1) the *Interim Order (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief* [Dkt. No. 76] (the “Interim DIP Order”) and (2) the *Final Order (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief* [Dkt. No. 729] (the “Final DIP Order” and, together with the Interim DIP Order, collectively, the “DIP Orders”), and (B) granting the Ad Hoc Bondholder Group such other and further relief as the Court believes is just and proper.

PLEASE TAKE FURTHER NOTICE that, substantially contemporaneously with the filing of this Motion for Reconsideration, the Ad Hoc Bondholder Group has filed an Application

² The Ad Hoc Bondholder Group consists of an ad hoc group of certain holders of the 3.479% Senior Notes due 2024 (the “2024 3.749% Notes”), the 4.915% Senior Notes due 2034 (the “2034 4.915% Notes”) and the 5.165% Senior Notes due 2044 (the “2044 5.165% Notes” and, together with the 2024 3.749% Notes and the 2034 4.915% Notes, the “Senior Unsecured Notes”), each issued by Bed Bath & Beyond, Inc. on July 17, 2014 (collectively, the “Ad Hoc Bondholder Group”).

³ Information regarding Judge Papalia is accessible here: [Honorable Vincent F. Papalia | United States Bankruptcy Court - District of New Jersey \(uscourts.gov\)](https://www.uscourts.gov/judges/vincent-f-papalia)

for Order Shortening Time and Certain Other Relief (the “Scheduling Application”) requesting that the hearing on the Motion for Reconsideration be scheduled for June 27, 2023. **PLEASE TAKE NOTE that the order entered with respect to the Scheduling Application will, among other things, specify the date and time of the hearing on the Motion for Reconsideration.**

PLEASE TAKE FURTHER NOTICE that the Ad Hoc Bondholder Group shall rely upon the Motion for Reconsideration and the declaration of Andrew K. Glenn (the “Glenn Declaration”) filed herewith in support of the relief sought by the Motion for Reconsideration; **PROVIDED, HOWEVER**, the Motion for Reconsideration and the Glenn Declaration are being filed under seal, and, substantially contemporaneously with the filing of the Motion for Reconsideration, the Ad Hoc Bondholder Group also is filing a motion pursuant to 11 U.S.C. § 107(b), Fed. R. Bankr. P. 9018 and D.N.J. LBR 9018-1 (the “Motion to Seal”) for entry of an order (A) for authority to file under seal the Motion for Reconsideration and the Glenn Declaration, and (B) for such other and further relief as the Court believes is just and proper.⁴

PLEASE TAKE FURTHER NOTICE that oral argument is requested, unless the Court directs that no oral argument would be necessary.

PLEASE TAKE FURTHER NOTICE that all objections, if any, must be made accordance with the Court’s order entered with respect to the Scheduling Application. If the order entered with respect to the Scheduling Application directs that written objections be filed, then in accordance with D.N.J. LBR 9013-2(a)(2), written objections shall be filed with the Clerk of the United States Bankruptcy Court, for the District of New Jersey, PO Box 1352 Newark, NJ 07101-1352, and a copy thereof must simultaneously be served upon GENOVA BURNS, LLC., Attn:

⁴ Unredacted versions of the Motion and the Glenn Declaration are being filed immediately after the filing of the Motion to Seal in accordance with this Court’s procedures for electronically requesting that a document be sealed (see [Process to Electronically Request that a Document be Sealed | United States Bankruptcy Court - District of New Jersey \(uscourts.gov\)](#)).

Daniel M. Stolz, Esq., 110 Allen Road, Suite 304, Basking Ridge, New Jersey 07920, so they are received by the deadline set forth in the Court's order entered with respect to the Scheduling Application.

PLEASE TAKE FURTHER NOTICE that, in the absence of any objections, the relief requested hereunder may be granted without further notice.

Dated: June 25, 2023

GENOVA BURNS LLC

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